

**ORDINANCE NO. 11  
SERIES 2005**

**AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GUNNISON,  
COLORADO, APPROVING THE ASSIGNMENT OF THE CABLE TELEVISION  
SYSTEM FRANCHISE AGREEMENT AND THE CABLE SYSTEM TO TIME  
WARNER NY CABLE LLC**

**WHEREAS**, the City of Gunnison, Colorado (“Franchising Authority”), has granted a Cable Television System Franchise Agreement (“Franchise”) to Southwest Colorado Cable, Inc. (the “Franchisee”) presently controlled by Adelphia Communications Corporation (“Adelphia”), as debtor-in-possession; and

**WHEREAS**, Adelphia and Time Warner NY Cable LLC (“TWN”) have entered into an agreement whereby the cable system serving the City operated by the Franchisee will be acquired by TWNY (the “Transaction”); and

**WHEREAS**, upon closing of the Transaction, TWNY expressly agrees to assume the obligations under the Franchise; and

**WHEREAS**, Adelphia and TWNY have filed an FCC Form 394 providing details regarding the Transaction and establishing the qualifications of TWNY; and

**WHEREAS**, the Franchising Authority wishes to grant its approval for the assignment of the Cable System and Franchise effective upon the closing of the Transaction.

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF GUNNISON, COLORADO, THAT:**

Section 1. The Franchising Authority hereby approves the assignment of the Cable System and Franchise from Franchisee to TWNY effective upon the closing of the Transaction. By approving this assignment, the Franchising Authority does not waive any of the Franchisee’s outstanding noncompliance issues under the Franchise.

Section 2. Upon the closing of the Transaction, TWNY shall assume the obligations under the Franchise.

**INTRODUCED, READ, PASSED AND ORDERED PUBLISHED** this 13th day of September, 2005, on first reading, and introduced, read, and adopted on second and final reading this \_\_\_\_th day of \_\_\_\_\_, 2005.

\_\_\_\_\_  
Mayor

(SEAL)

ATTEST:

\_\_\_\_\_  
City Clerk